

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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PENNSYLVANIA PUBLIC SCHOOL  
EMPLOYEES' RETIREMENT SYSTEM, :  
individually and on behalf of all others similarly  
situated, : 11 Civ. 733 (WHP)

Plaintiff, : **ECF Case**

v. : **Electronically filed**

BANK OF AMERICA CORPORATION, et al., :

Defendants. :

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**DECLARATION OF SCOTT D. MUSOFF IN SUPPORT OF THE MOTION OF  
DEFENDANTS KENNETH D. LEWIS, JOE L. PRICE, II,  
BRIAN T. MOYNIHAN, CHARLES H. NOSKI AND NEIL COTTY  
TO DISMISS THE AMENDED CONSOLIDATED CLASS ACTION COMPLAINT**

Scott D. Musoff, under penalty of perjury, declares as follows:

1. I am a member of the Bar of this Court and of the firm Skadden, Arps, Slate, Meagher & Flom LLP, attorneys for the defendants in the above-referenced action (hereinafter, "Defendants").

2. I respectfully submit this declaration in support of Defendants' Motion to Dismiss the Amended Class Action Complaint and to transmit to the Court true and correct copies of the document described below.

3. Attached hereto as Exhibits A through H are true and correct copies of the following documents:

<b><u>Exhibit</u></b>	<b><u>Description</u></b>
<b>A</b>	Correspondence between Bank of America Corporation ("BAC") and the Financial Crisis Inquiry Commission ("FCIC"), dated May 13, 2010; Feb. 2, 2010; March 30, 2010; April 21, 2010; and May 19, 2010
<b>B</b>	Complaint, <u>Ambac Assurance Corp. v. Countrywide Home Loans, Inc., et al.</u> , Index No. 651612/2010 (N.Y. Sup. Ct., N.Y. County) (Sept. 28, 2010); Complaint, <u>Ambac Assurance Corp. v. First Franklin Financial Corp., et al.</u> , Index No. 651217/2012 (N.Y. Sup. Ct., N.Y. County) (April 16, 2012)
<b>C</b>	Complaint, <u>Financial Guaranty Insurance Corp. v. Countrywide Home Loans, Inc., et al.</u> , Index No. 650736/2009 (N.Y. Sup. Ct., N.Y. County) (Dec. 11, 2009) and First Amended Complaint (April 30, 2010)
<b>D</b>	Complaint, <u>MBIA Insurance Corp. v. Countrywide Home Loans, Inc., et al.</u> , Index No. 602825/2008 (N.Y. Sup. Ct., N.Y. County) (Sept. 30, 2008) and Amended Complaint (Aug. 24, 2009)
<b>E</b>	Complaint, <u>Syncora Guarantee Inc. v. Countrywide Home Loans, Inc., et al.</u> , Index No. 650042/2009 (N.Y. Sup. Ct., N.Y. County) (Jan. 28, 2009) and Amended Complaint (May 6, 2010)
<b>F</b>	Department of Housing and Urban Development Office of the Investigator General Report, March 12, 2012
<b>G</b>	Securities Exchange Commission ("SEC") Comment Letters and Responses from BAC dated January 29, 2010; May 3, 2010; June 7, 2010; July 30, 2010; August 25, 2010; and December 22, 2010
<b>H</b>	FCIC Testimony of Brian Moynihan, January 13, 2010

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

Executed on November 5, 2012.

/s/Scott D. Musoff  
Scott D. Musoff